

BCK

BERNSTEIN, CUSHNER & KIMMELL, P.C.

ATTORNEYS AT LAW

Jeffrey M. Bernstein
Kenneth L. Kimmell
Erin M. O'Toole
Barbara Kessner Landau
Jonathan S. Klavens

585 Boylston Street, Suite 400
Boston, Massachusetts 02116
(617) 236-4090

Facsimile: (617) 236-4339
E-Mail: bckboston@bck.com
URL: www.bck.com

The firm has attorneys who
are also admitted to practice in
California, District of Columbia,
Idaho, and Vermont

August 8, 2006

VIA HAND DELIVERY

Mary Cottrell, Secretary
Department of Telecommunications and Energy
One South Station
Boston, MA 02110

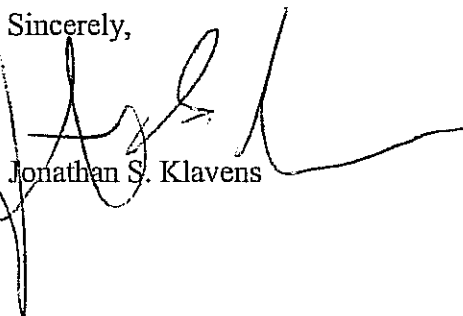
RE: DTE 06-40
Cape Light Compact's Opposition to Motion for Protective Order

Dear Secretary Cottrell:

Enclosed please find the Cape Light Compact's Opposition to Motion for Protective Order in the above-referenced proceeding.

If you have any questions regarding this request, please contact me at the above-listed number.

Sincerely,



Jonathan S. Klavens

JSK/drb
Enclosures

cc: Service List (w/enc.) (via first class mail)

I:\Clients\BCY\DTE 06-40\Let Cottrell 08-08-06.bcy.wpd

Vermont Office:
P.O. Box 205
Woodstock, VT 05091
Telephone: (802) 356-2560
Facsimile: (802) 910-1003
E-Mail: bckvt@bck.com

Mountain States Office:
P.O. Box 1527
Ketchum, ID 83340
Telephone: (208) 727-9734
Facsimile: (208) 727-9735
E-Mail: eotoole@bck.com

**COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY**

Joint Petition of Boston Edison Company,)
Cambridge Electric Light Company,)
Canal Electric Company and)
Commonwealth Electric Company d/b/a)
NSTAR Electric for Approval of Merger)

D.T.E. 06-40

**CAPE LIGHT COMPACT'S
OPPOSITION TO MOTION FOR PROTECTIVE ORDER**

The towns of Aquinnah, Barnstable, Bourne, Brewster, Chatham, Chilmark, Dennis, Edgartown, Eastham, Falmouth, Harwich, Mashpee, Oak Bluffs, Orleans, Provincetown, Sandwich, Tisbury, Truro, West Tisbury, Wellfleet, and Yarmouth, and the counties of Barnstable and Dukes County, acting together as the Cape Light Compact (the "Compact"), hereby submit this Opposition to the Motion (the "Motion") of Boston Edison Company, Cambridge Electric Light Company, Canal Electric Company and Commonwealth Electric Company (collectively, "NSTAR") for a Protective Order filed with the Department of Telecommunications and Energy (the "Department") on August 3, 2006.

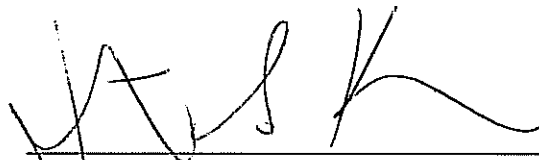
The Motion seeks protection under G.L. c. 25, § 5D for information contained in NSTAR's responses to Information Requests DTE-5-8, AG-3-1 and AG-5-2 and the entirety of Attachments DTE-5-8, AG-3-1 and AG-5-2(b). Motion at 1-2. NSTAR contends variously that the information sought to be protected consists of "the content of bids received by [NSTAR] for Basic Service," *id.* and "data . . . *based on competitively sensitive bid terms,*" *id.* at 4 (emphasis added). The Compact opposes the Motion to the extent that the information for which the Motion seeks protection includes (i) the so-

called "uplift adder," (ii) information related to the uplift adder, (iii) information regarding costs that (like uplift costs included in NSTAR's default service rates effective July 1, 2006) will not ultimately be borne by NSTAR's wholesale suppliers, or (iv) information that, while "based on" bid terms, does not reveal the underlying bid terms. The Compact's opposition is grounded in the same arguments articulated by the Compact in its June 21, 2006 Request for Disclosure of Information in the NSTAR Electric Default Service Rates proceeding and its July 12, 2006 Reply to Opposition to Request for Disclosure of Information in that same proceeding.

Respectfully submitted,

THE CAPE LIGHT COMPACT

By its attorneys,



Jonathan S. Klavens, Esq. (jklavens@bck.com)
Jeffrey M. Bernstein, Esq. (jbernstein@bck.com)
BERNSTEIN, CUSHNER & KIMMELL, P.C.
585 Boylston Street, Suite 400
Boston, MA 02116
(617) 236-4090 (voice)
(617) 236-4339 (fax)

Dated: August 8, 2006

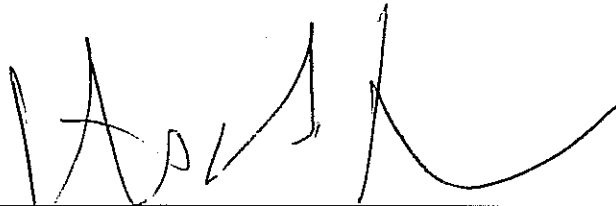
**COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY**

Joint Petition of Boston Edison Company,)
Cambridge Electric Light Company,)
Canal Electric Company and)
Commonwealth Electric Company d/b/a)
NSTAR Electric for Approval of Merger)
_____)

D.T.E. 06-40

CERTIFICATE OF SERVICE

I hereby certify that I have this day caused to be served the foregoing document upon each person on the service list compiled by the Secretary in this matter. Dated at Boston this 8th day of August, 2006.



Jonathan S. Klavens, Esq. (jklavens@bck.com)
BERNSTEIN, CUSHNER & KIMMELL, P.C.
585 Boylston Street, Suite 400
Boston, MA 02116
(617) 236-4090 (voice)
(617) 236-4339 (fax)

SERVICE LIST
DTE 06-40

Mary Cottrell, Secretary
Department of Telecommunications and Energy
One South Station
Boston, MA 02110

Joan Foster Evans, Esq., Hearing Officer
Department of Telecommunications and Energy
One South Station
Boston, MA 02110

Joseph Rogers, Esq.
Office of the Attorney General
One Ashburton Place
Boston, MA 02108-1598

Donna Sharkey, Esq.
Rubin and Rudman
50 Rowes Wharf
Boston, MA 02110 06-40

John DeTore, Esq.
Rubin and Rudman LLP
50 Rowes Wharf
Boston, MA 02110-3319

Robert Shapiro, Esq.
Rubin and Rudman LLP
50 Rowes Wharf
Boston, MA 02110-3319

Roger Borghesani
The Energy Consortium
24 Hastings Road
Lexington, MA 02421-6807

Christopher Kallaher, Esq.
Direct Energy
236 Huntington Avenue, Suite 306
Boston, MA 02115

Richard Benka, Esq.
Foley Hoag LLP
155 Seaport Boulevard
Boston, MA 02210

Mary Beth Gentleman, Esq.
Foley Hoag LLP
155 Seaport Boulevard
Boston, MA 02210

Erika Hafner, Esq.
Keegan Werlin LLP
265 Franklin Street, 6th Floor
Boston, MA 02110-3113

David Rosenzweig, Esq.
Keegan Werlin LLP
265 Franklin Street, 6th Floor
Boston, MA 02110-3113

Robert Werlin, Esq.
Keegan Werlin LLP
265 Franklin Street, 6th Floor
Boston, MA 02110-3113

Robert Munnely, Jr., Esq.
Murtha Cullina LLP
99 High Street, 20th Floor
Boston, MA 02110-2320

Colleen McConnell, Esq.
Office of the Attorney General
One Ashburton Place
Boston, MA 02108

Jeffrey M. Bernstein, Esq.
Jonathan S. Klavens, Esq.
Bernstein Cushner & Kimmell PC
585 Boylston Street, Suite 400
Boston, MA 02116